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Katherine Stadler (*Pro Hac Vice*)

*Attorneys for the Fee Committee*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
LEHMAN BROTHERS HOLDINGS, INC. <i>et al.</i> ,	:	Case No. 08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
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**STIPULATION BETWEEN BINGHAM MCCUTCHEN LLP  
AND THE FEE COMMITTEE REGARDING THE  
SIXTH INTERIM APPLICATION OF BINGHAM MCCUTCHEN LLP,  
SPECIAL COUNSEL TO THE DEBTORS, FOR COMPENSATION AND  
EXPENSES FOR THE PERIOD JUNE 1, 2010 THROUGH SEPTEMBER 30, 2010**

**TO: THE HONORABLE JAMES M. PECK  
U.S. BANKRUPTCY JUDGE**

WHEREAS, on December 14, 2010, Bingham McCutchen LLP (“Bingham”) filed the *Sixth Interim Fee Application of Bingham McCutchen LLP, Special Counsel for the Debtors, for Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred* (the “Sixth Fee Application”) [Docket No. 13447] seeking interim fees in the amount of \$2,042,918.90 for professional services rendered and reimbursement of out-of-pocket expenses in the amount of \$188,198.37;

WHEREAS, Bingham has received from the Debtors 80 percent of the amounts invoiced to the Debtors for professional services rendered and 100 percent of the amounts invoiced for expenses;

WHEREAS, pursuant to the *Order Appointing Fee Committee and Approving Fee Protocol* [Docket No. 3651], and consistent with the procedures set forth in the *Amended Fee Protocol* attached as Exhibit A to *Order Amending the Fee Protocol* [Docket No. 15998], counsel for the Fee Committee in Lehman Brothers Holdings, Inc. (the “Fee Committee”) has reviewed the Sixth Fee Application, issued a Confidential Letter Report on April 8, 2011, and entered into a dialogue with Bingham regarding this application;

WHEREAS, as a result of this dialogue, Bingham has agreed to accept the Fee Committee’s proposed disallowance of fees in the amount of \$32,534.75 for professional services rendered and a \$542.88 disallowance for reimbursement of out-of-pocket expenses; and

WHEREAS, notwithstanding this Stipulation, the Sixth Fee Application remains subject to notice, an opportunity for a hearing, and Court approval under Rule 2016 of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. §§ 330, 331.

#### **STIPULATION**

NOW, THEREFORE, the Fee Committee and Bingham hereby stipulate and agree that the Court may enter an order (to be submitted subsequently) approving Bingham’s request for interim compensation and reimbursement of expenses in the reduced amount of \$2,010,384.15 in fees and \$187,655.49 in expenses.

[Signature Page Follows]

Dated: Madison, Wisconsin  
August 1, 2011

GODFREY & KAHN, S.C.

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